

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

STEPHEN GRAY,

Plaintiff,

Civil Action No: 07 Civ. 9790  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

[ADDITIONAL CAPTIONS APPEAR ON THE NEXT PAGE]

**DECLARATION OF JAMES KELLY-KOWLOWITZ IN FURTHER  
SUPPORT OF THE GRAY PLAINTIFFS' MOTION**

SHAUN ROSE,

Plaintiff,

Civil Action No: 07 Civ. 10294  
(DC)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

MEREDITH TRANBERG,

Plaintiff,

Civil Action No: 07 Civ. 10341  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

ANTON K. RAPPOLD,

Plaintiff,

Civil Action No: 07 Civ. 10396  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

SAMIER TADROS,

Plaintiff,

Civil Action No: 07 Civ. 10442  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

STEPHAN FIORINO,	Plaintiff,	Civil Action No: 07 Civ. 10458 (SHS)(DCF)
-against-		
CITIGROUP INC., <i>ET AL.</i> ,	Defendants.	
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JAMES BOLLA,	Plaintiff,	Civil Action No: 07 Civ. 10461 (SHS)(DCF)
-against-		
CITIGROUP INC., <i>ET AL.</i> ,	Defendants.	
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MARK GEROULO,	Plaintiff,	Civil Action No: 07 Civ. 10472 (SHS)(DCF)
-against-		
CITIGROUP INC., <i>ET AL.</i> ,	Defendants.	
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ALAN STEVENS,	Plaintiff,	Civil Action No: 07 Civ. 11156 (SHS)(DCF)
-against-		
CITIGROUP INC., <i>ET AL.</i> ,	Defendants.	
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STEVEN GOLDSTEIN,

Plaintiff,

Civil Action No: 07 Civ. 11158  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

CHRIS SOUTHARD,

Plaintiff,

Civil Action No: 07 Civ. 11164  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

WILLIAM WOODWARD, *ET AL.*,

Plaintiff,

Civil Action No: 07 Civ. 11207  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

FRANCIA BRICK,

Plaintiff,

Civil Action No: 07 Civ. 11369  
(SHS)(DCF)

-against-

CITIGROUP INC., *ET AL.*,

Defendants.

I, James Kelly-Kowlowitz, declare, under penalty of perjury, as follows:

1. I am an attorney with the law firm of Wolf Popper LLP ("Wolf Popper"), counsel for plaintiffs Gray and Bolla in the above-captioned actions, and am admitted to the bar of the State of New York and the Bar of the United States District Court for the Southern District of New York.

2. I submit this Declaration in further support of the motion by Stephen Gray, Samier Tadros and James Bolla (collectively, the "Gray Plaintiffs") for (1) Consolidation, (2) Appointment of Lead Plaintiffs and Leadership Structure, and (3) Entry of [Proposed] Pretrial Order No. 1, and in Opposition to the Motion of Plaintiffs Shaun Rose and Mark Geroulo for the Appointment of Interim Lead Plaintiffs, Co-lead Counsel and Liaison Counsel.

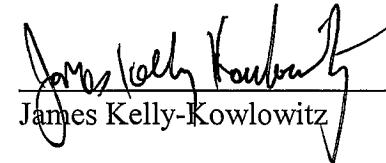
3. Wolf Popper filed a complaint on behalf of plaintiff Gray, and then filed another complaint on behalf of another large stakeholder in the Citigroup 401(k) plan, James Bolla. Wolf Popper is also liaison counsel on behalf of Stephan Fiorino. His counsel is Ann D. White Law Offices, PC.

4. Out of the thirteen plaintiffs who filed cases, five of them – plaintiffs Rappold, Tranberg, Fiorino, Stevens, and Southard, and their counsel, have filed papers with this Court supporting the leadership structure proposed by the Gray Plaintiffs. *See Rappold v. Citigroup Inc.*, 07-CV-10396(SHS)(DCF) (Docket #7); *Tranberg v. Citigroup, Inc.*, 07-CV-10341(SHS)(DCF) (Docket #11); *Fiorino v. Citigroup Inc.*, 07-CV-10458(SHS)(DCF) (Docket #28); *Steven v. Citigroup, Inc.*, 07-CV-11156(SHS)(DCF) (Docket #18); *Southard v. Citigroup, Inc.*, 07 CV-9790 (SHS)(DCF) (Docket #17).

5. Attached hereto as Exhibit A is a true and correct copy of the notice of withdrawal as counsel of record for Plaintiff Shaun Rose, filed by Schiffzin, Barroway Topaz & Kessler, LLP  
Doc. 159562

on January 7, 2007.

I declare under penalty of perjury under the laws of the State of New York that the foregoing is true and correct, this 10<sup>th</sup> day of January, 2008.



James Kelly-Kowlowitz

**EXHIBIT A**

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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SHAUN ROSE, Individually and On Behalf )	
of All Others Similarly Situated, )	
) )	
Plaintiff, ) )	
) )	
v.   ) )	<b>CIVIL ACTION NO. 07 Civ. 10294</b>
) )	
CITIGROUP INC., CHARLES PRINCE, ) )	CLASS ACTION COMPLAINT
THE PLANS ADMINISTRATIVE ) )	
COMMITTEE OF CITIGROUP, INC., THE ) )	
401(k) INVESTMENT COMMITTEE and ) )	<b>JURY TRIAL DEMANDED</b>
JOHN DOES 1-10. ) )	
Defendants. ) )	
) )	

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**NOTICE OF WITHDRAWAL OF ATTORNEY OF RECORD**

**PLEASE TAKE NOTICE** that Schiffrian Barroway Topaz & Kessler, LLP (hereinafter "SBTK"), withdraws as counsel of record in the above-referenced action. Plaintiff notes that this action is one of a number of related actions which are the subject of competing consolidation and interim lead class counsel motions brought pursuant to FED. R. CIV. P. 23(g), 42(a). Plaintiff supports the consolidation of all directly related actions brought pursuant to the Employee Retirement Income Security Act of 1974 and will be represented by Dealy & Silberstein, LLP going forward.

Dated: January 7, 2008  
New York, New York

**DEALY & SILBERSTEIN, LLP**

BY:



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